

Pages from Deposition Transcript of
Francis Orobono

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

PETROCHOICE HOLDINGS, : CIVIL ACTION
INCORPORATED :

VS. :

FRANCIS S. OROBONO, JR. : NO. 19-6152-JMG

TUESDAY, SEPTEMBER 22, 2020

VIRTUAL VIDEOTAPED DEPOSITION WAS TAKEN
OF FRANCIS OROBONO, IN THE ABOVE-CAPTIONED MATTER
THROUGH MAGNA LEGAL SERVICES, 1635 MARKET STREET,
8TH FLOOR, PHILADELPHIA, PENNSYLVANIA AT 9:33
A.M., ON THE ABOVE DATE, BEFORE SHEILA KLOS,
REGISTERED COURT REPORTER AND NOTARY PUBLIC IN THE
COMMONWEALTH OF PENNSYLVANIA.

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1 CO-RVPS?

2 A WE WERE NOT. SO WHAT THEY DID WAS THEY
3 TOOK THAT SALES TERRITORY THAT I HAD EXPLAINED
4 EARLIER. AND THEY LOOKED AT WHERE THE WAREHOUSES
5 WERE RELATED TO THOSE SALES TERRITORIES, THE
6 GEOGRAPHY, AND ASSIGNED IT THAT WAY. WHERE HE HAD
7 SO MANY WAREHOUSES THAT SUPPORTED A SALES TEAM OR
8 A BUNCH OF CUSTOMERS. AND THEN WE LOOKED AT THE
9 TERRITORY THAT I HAD ALREADY BEEN IN FOR SALES AND
10 LOOKED AT WHERE THOSE WAREHOUSES WERE AND ASSIGNED
11 THOSE WAREHOUSES AND PERSONNEL TO ME.

12 Q IN YOUR ROLE, IN YOUR NEW ROLE AT
13 PETROCHOICE, DID YOU HAVE ANY DIRECT CUSTOMER
14 CONTACT?

15 A CAN YOU REPEAT THE QUESTION?

16 Q IN YOUR ROLE AT PETROCHOICE IN THIS RVP
17 ROLE, DID YOU HAVE ANY DIRECT CUSTOMER CONTACT?

18 A VERY LITTLE. BECAUSE AS THOSE
19 RESPONSIBILITIES INCREASED, THE JOKE WAS WE
20 ALREADY HAD A FULL-TIME JOB AND NOW WE ARE GETTING
21 A SECOND FULL-TIME JOB. WE WEREN'T GETTING ANY
22 MORE MONEY, WHICH BY THE WAY, THEY MADE THIS
23 CHANGE. THEY DIDN'T GIVE US A JOB DESCRIPTION.
24 THEY DIDN'T SAY, HEY, HERE IS YOUR JOB DESCRIPTION

1 OVERSEEING. SO ALL OF THOSE SALES REPS, AND I
2 RECALL HE HAD ONE SALES MANAGER AT THE TIME AND
3 THOSE WAREHOUSES BECAME MY RESPONSIBILITY. SO
4 THERE WAS THEN ONE RVP IN THE NORTHEAST REGION,
5 AND THAT WAS ONLY ME.

6 Q DID THAT EXPAND THE ACTUAL TERRITORY YOU
7 HAD?

8 A THAT DID EXPAND MY GEOGRAPHICAL TERRITORY
9 AND THE AMOUNT OF PEOPLE WORKING FOR ME.

10 Q WHAT WAS YOUR NEW TERRITORY? WHAT DID
11 YOUR REVISED TERRITORY LOOK LIKE?

12 A ADDITIONAL TERRITORY IN PENNSYLVANIA
13 GOING OUT TOWARDS WESTERN PENNSYLVANIA INTO A
14 LITTLE BIT OF OHIO, MARYLAND AND PART OF VIRGINIA.

15 Q WAS THAT IN ADDITION TO DELAWARE, NEW
16 YORK STATE, PARTS OF PENNSYLVANIA AND -- I DON'T
17 REMEMBER THIS, NEW JERSEY?

18 A YES. AND IN ADDITION TO THAT, THERE WAS
19 NO NEW JOB DESCRIPTION, DIDN'T HAVE A JOB
20 DESCRIPTION EVEN PRIOR TO THAT. AND DIDN'T HAVE
21 PERFORMANCE REVIEWS AS IT RELATED TO THAT
22 ADDITIONAL RESPONSIBILITY.

23 Q YOU SAID THAT AS PART OF THIS
24 ORGANIZATIONAL CHANGE, THAT EVP POSITION WAS

1 A CAN YOU REPEAT THE QUESTION?

2 Q HAS JACK WILLIAMS TIRE EVER DONE BUSINESS
3 WITH KENNEDY GROUP SELLING WYNN'S CHEMICALS?

4 A YES.

5 Q WHEN DID THEY DO THAT?

6 A TO THE BEST OF MY RECOLLECTION, THEY
7 STARTED DOING BUSINESS WITH THEM IN OCTOBER OF
8 2019.

9 Q WERE YOU INVOLVED IN ANY OF THOSE -- WERE
10 YOU INVOLVED WITH ANY OF THOSE BUSINESS
11 TRANSACTIONS?

12 A WITH THE KENNEDY GROUP?

13 Q UM-HUM.

14 A NO.

15 Q WHO WAS INVOLVED IN THAT?

16 A ED YATES.

17 Q ED YATES?

18 A ED YATES, Y-A-T-E-S AND TORRIE FETZNER,
19 F-E-T-Z-N-E-R.

20 Q PETROCHOICE SELLS VALVOLINE, CORRECT?

21 A YES.

22 Q IS WYNN'S A PRIMARY COMPETITOR OF
23 VALVOLINE?

24 A THEY ARE A COMPETITOR.

1 Q SO THIS WAS LIKE --

2 A THE MEETING I HAD IN FEBRUARY OF 2019 WAS
3 UNRELATED TO ANYTHING INVOLVING PETROCHOICE OR
4 AUTOMOTIVE CHEMICALS OR ANYTHING LIKE THAT.

5 Q OKAY.

6 A IT WAS AT A LATER DATE THAT ED YATES AND
7 TORRIE FETZNER WENT INTO THE KENNEDY GROUP TO TALK
8 ABOUT AUTOMOTIVE CHEMICALS. ED YATES WAS NOT AN
9 EMPLOYEE OF JACK WILLIAMS AT THE TIME. TORRIE
10 FETZNER IS THE WYNN'S NORTHEAST MASTER WAREHOUSE
11 DISTRIBUTOR. ED HAS A RELATIONSHIP WITH THE
12 KENNEDY GROUP, LEARNING THIS AFTER ED HAD THIS
13 MEETING WITH THEM. ED COMES OUT OF THE MEETING
14 WITH TORRIE, AND THEY CALL SCOTT WILLIAMS AND I
15 AND EXPLAIN TO US THAT THE KENNEDY GROUP WAS VERY
16 UNHAPPY WITH PETROCHOICE. THEY WERE LOOKING TO
17 CHANGE SUPPLIER. AND THAT THEY WOULD PREFER TO DO
18 BUSINESS WITH ED YATES. AND TORRIE ASKED SCOTT,
19 WOULD YOU LIKE TO BE THE DISTRIBUTOR OR THE
20 DELIVERY AGENT TO HANDLE THE DELIVERIES? AND
21 SCOTT SAID, YEAH, I WOULD LIKE TO THINK ABOUT
22 THAT. SO THAT'S HOW I HAD LEARNED ABOUT THE
23 KENNEDY GROUP LOOKING TO SWITCH.

24 Q SO SCOTT TOLD YOU ABOUT THIS, OR ED YATES

1 TOLD YOU ABOUT THIS?

2 A ED YATES CALLED SCOTT AND I TOGETHER ON
3 THE PHONE.

4 Q I SEE. THIS WAS IN OCTOBER OF 2019?

5 A THIS WAS IN OR AROUND OCTOBER OF 2019.

6 Q THIS WAS IMMEDIATELY FOLLOWING THE
7 MEETING THAT ED AND TORRIE --

8 A FETZNER.

9 Q -- FETZNER HAD WITH THE KENNEDY GROUP?

10 A CAN YOU REPEAT THAT, PLEASE? SORRY.

11 Q DID ED YATES CALL YOU IMMEDIATELY
12 FOLLOWING THE MEETING HE HAD WITH KENNEDY GROUP
13 AND TORRIE FETZNER?

14 A YES.

15 Q WHY DID HE CALL YOU AND SCOTT? DID HE
16 SAY?

17 A ED WAS LOOKING TO -- ED WAS WORKING FOR
18 HUFF PETROLEUM, AN OIL COMPANY. AND ED WAS
19 LOOKING TO LEAVE HUFF PETROLEUM. HE WAS LOOKING
20 TO GO TO WORK FOR TORRIE FETZNER, BUT HE HAD ALSO
21 BEEN IN CONTACT WITH ME. AND WE WERE LOOKING FOR
22 A SEASONED SALESPERSON LIKE ED TO HELP US
23 REPRESENT THE WHOLESALE TIRE BUSINESS IN THE CAR
24 DEALERSHIP SEGMENT BECAUSE ED HAS A LOT OF

1 RELATIONSHIPS WITH CAR DEALERS. AND WE NEEDED TO
2 IMPROVE IN THAT AREA.

3 SO SCOTT AND I HAD BEEN TALKING TO ED.
4 IN FACT SCOTT, UNBEKNOWNST TO ME, YEARS AGO HAD
5 ACTUALLY TALKED TO ED ABOUT HIRING HIM FOR A
6 SIMILAR POSITION. SO THERE WAS SOME DISCUSSION
7 ABOUT ED COMING TO WORK FOR US. SO THAT'S WHERE
8 THE CONNECTION WAS. SO WHEN THEY CAME OUT OF THE
9 MEETING, ED WAS ALL EXCITED ABOUT IT. AND HE
10 DECIDED TO CALL SCOTT AND I TOGETHER TO DISCUSS
11 THE OPPORTUNITY THAT HE AND TORRIE JUST HAD WITH
12 THE KENNEDY GROUP.

13 Q IS YOUR UNDERSTANDING THAT THE MEETING ED
14 HAD WITH THE KENNEDY GROUP, DID THE KENNEDY GROUP
15 -- WHO SUGGESTED THAT JACK WILLIAMS TIRE WOULD BE
16 THE DISTRIBUTOR?

17 A TORRIE SAID, TORRIE WAS THE ONE THAT
18 SAID, HEY LOOK, JACK WILLIAMS DELIVERS TIRES TO
19 THESE GUYS ALREADY. MAYBE THEY JUST WANT TO JUST
20 DELIVER THE PRODUCT TO THE KENNEDY GROUP BECAUSE
21 THEY ARE ALREADY THERE DELIVERING TIRES. IT WOULD
22 BE AN EASY THING FOR THEM TO DO, TO DELIVER THE
23 CHEMICALS. AND SCOTT WILLIAMS AND TORRIE FETZNER
24 HAD FURTHER CONVERSATIONS WITHOUT ME ABOUT SIMPLY

1 LINE OF BUSINESS.

2 Q HAVE YOU BEEN AT ALL INVOLVED IN THE SELL
3 OF WYNN'S CHEMICALS SINCE YOU HAVE BEEN AT JACK
4 WILLIAMS TIRE?

5 A CAN YOU REPEAT THAT?

6 Q HAVE YOU BEEN INVOLVED AT ALL IN ANY WAY,
7 SHAPE OR FORM WITH THE SELL OF WYNN'S CHEMICALS
8 SINCE YOU HAVE BEEN WORKING WITH OR ON BEHALF OF
9 JACK WILLIAMS TIRE?

10 A SO I WAS INVOLVED IN -- YES, I WAS
11 INVOLVED FOR A VERY SHORT PERIOD OF TIME WITH THE
12 WYNN'S CHEMICAL LINE OF BUSINESS THAT JACK
13 WILLIAMS TOOK ON.

14 Q COULD YOU PLEASE DESCRIBE TO ME YOUR
15 INVOLVEMENT?

16 A IT WAS MORE FROM A FUNCTIONAL ROLE WHERE,
17 HOW DO WE -- HOW DO WE SET UP INVENTORY? HOW DO
18 WE -- DO WE CREATE ORDER FORMS FOR CUSTOMERS TO
19 ORDER FROM? IT WAS MORE JUST, FOR LACK OF A
20 BETTER TERMS, OPERATIONALLY HOW DO YOU SET THE
21 PRODUCT UP IN A WAREHOUSE? I WAS NOT INVOLVED IN
22 SOLICITING CUSTOMERS. I REALLY WOULDN'T KNOW HOW
23 TO DO THAT. I WASN'T INVOLVED IN MEETINGS WITH ED
24 YATES OR ANYTHING LIKE THAT.

1 WHEN YOU WERE AN EMPLOYEE OF PETROCHOICE?

2 A YES.

3 Q DID THAT ACCESS EVER SHIFT OR CHANGE OR
4 BECOME RESTRICTED?

5 A I BELIEVE ON OR AROUND SOMETIME IN APRIL
6 OF 2019, I WAS NO LONGER ABLE TO ACCESS CITRIX.

7 Q WERE YOU ALERTED ABOUT THE CHANGE?

8 A NO. HOWEVER, THERE WAS A TIME AFTER THE
9 CONSULTING AGREEMENT WAS EXECUTED AND BEFORE NO
10 LONGER HAVING ACCESS TO CITRIX, THAT I HAD REACHED
11 OUT TO JOSH SCHULLENBURGER FROM THE IT DEPARTMENT
12 OF PETROCHOICE. AND EXPLAINED TO HIM THAT I WAS
13 STILL RECEIVING E-MAILS, HAD ACCESS TO MICROSOFT,
14 HAD ACCESS TO CITRIX AND MICROSOFT OFFICE 365 AND
15 ONEDRIVE. I NOTIFIED HIM OF THAT.

16 AND DURING ONE OF MY CONVERSATIONS WITH
17 HIM HE SAID TO ME, AS A CONSULTANT, YOU ARE
18 SUPPOSED TO HAVE ACCESS TO THAT. ALL OF THE
19 CONSULTANTS THAT WE HAVE ARE ALLOWED TO HAVE
20 ACCESS OF THAT. I SAID, I JUST WANTED TO MAKE YOU
21 AWARE OF THAT.

22 Q WHY DID YOU REACH OUT TO HIM TO MAKE HIM
23 AWARE OF THAT?

24 A BECAUSE I WASN'T -- AGAIN, IT WAS NEVER

1 WOULD BE HELPFUL.

2 A WELL, I THINK YOUR QUESTION WAS, WHAT DID
3 I TELL HIM?

4 Q YES.

5 A I SIMPLY SAID, I HAVE PERSONAL FILES ON
6 PETROCHOICE'S SERVERS THAT I WOULD LIKE HELP
7 RETRIEVING.

8 Q WHAT DID HE RESPOND?

9 A HE DIDN'T.

10 Q HE DIDN'T? DID HE CALL YOU?

11 A WE PLAYED PHONE TAG A COUPLE OF TIMES. I
12 LEFT HIM A MESSAGE. I BELIEVE I WAS SPECIFIC IN
13 THE MESSAGE, AND THERE ARE TEXT MESSAGES BETWEEN
14 THE TWO OF US.

15 Q WHY DID YOU HAVE PERSONAL FILES IN
16 PETROCHOICE'S SYSTEM?

17 A SO MY EMPLOYMENT STARTED WAY BACK AT
18 MAUGER AND COMPANY BACK IN THE PROBABLY EARLY
19 '90S. AND THROUGH EVERY ACQUISITION WHERE
20 COMPANIES CHANGE, THEY WERE REMOVING FILES FROM
21 THE COMPANIES THEY BOUGHT AND MOVING IT OVER. AND
22 I JUST HAD A LOT OF MY PERSONAL FILES. THERE WAS
23 EVEN A TIME WHEN CHRIS, AND I FORGET CHRIS' LAST
24 NAME, HE WAS THE DIRECTOR OF IT AT PETROCHOICE.

1 HE EVEN SAID THAT THERE WAS AN INITIATIVE TO MOVE
2 THE SALES PERSONNEL TO THE MICROSOFT OFFICE 365
3 PLATFORM AND ONEDRIVE. HE SAID, THERE IS EVEN
4 ROOM ON THERE FOR YOU TO STORE PERSONAL FILES ON
5 IT IF YOU NEED TO. THAT WAS THE BEAUTY OF THIS.
6 IT WAS THE INITIATIVE AND KIND OF THEM PROMOTING
7 TO THE SALES TEAM, HEY, MOVE YOUR STUFF OVER. SO
8 IN SOME CASES, IT LED YOU TO BELIEVE THAT YOU
9 COULD STORE FILES THERE. AND IT'S JUST, IT'S
10 SOMETHING I DID OVER TIME.

11 (WHEREUPON, EXHIBIT 5 WAS MARKED FOR
12 IDENTIFICATION.)

13 BY MS. DREYER:

14 Q I'M GOING TO REPRESENT TO YOU THAT THESE
15 ARE ALL OF THE DOCUMENTS YOU PROVIDED TO
16 PETROCHOICE PURSUANT TO REQUEST FOR PRODUCTION.
17 FIRST QUESTION. ON OR AROUND AUGUST 19TH, 2019,
18 DID YOU DOWNLOAD --

19 A WHERE ARE WE?

20 Q I'M NOT ASKING ABOUT THAT YET. I WILL
21 GET TO THAT.

22 ON OR AROUND AUGUST 19TH, 2019, DID YOU
23 DOWNLOAD FILES FROM PETROCHOICE'S SYSTEM?

24 A YES.

1 Q HOW ABOUT AUGUST 22ND, 23RD, 24TH AND
2 25TH?

3 A I CAN'T BE CERTAIN THE DATES, BUT I DO
4 RECALL HAVING MULTIPLE ATTEMPTS TO DOWNLOAD
5 BECAUSE THERE WERE ERRORS IN DOWNLOADING THE
6 FILES. THEY WEREN'T FULL DOWNLOADS. THERE WERE
7 ERRORS. I WAS LOOKING AT FOLDERS THAT SHOULD HAVE
8 HAD MORE FILES IN THE FOLDER AND THEY WERE MISSING
9 THAT APPEARED TO BE MY INFORMATION. SO I HAD TO
10 GO BACK AND ON MULTIPLE OCCASIONS, RETRIED TO
11 DOWNLOAD TO TRY TO GET THE RIGHT INFORMATION OVER.

12 Q HOW WERE YOU DETERMINING WHAT THE RIGHT
13 INFORMATION WAS THAT YOU WERE TRYING TO GET OVER?

14 A SO IF WE GO BACK. WHEN PETROCHOICE MOVED
15 THE TRANSITION FROM FILES ON CITRIX TO MICROSOFT
16 ONEDRIVE, I HAD, I MENTIONED I HAD A LOT OF
17 PROBLEMS WITH MOVING THAT INFORMATION OVER. I
18 ASKED CARL WADE FROM IT TO HELP ME WITH THAT. HE
19 HAD PROBLEMS. I REMEMBER BEING IN FORT WASHINGTON
20 ALL DAY FOR MEETINGS. HE HAD MY COMPUTER MOST OF
21 THE DAY. HE WAS REACHING A LOT OF PROBLEMS MOVING
22 ALL OF MY FILES OVER, WHICH WAS AN INITIATIVE OF
23 THE COMPANY. HERE IS AN EXPERT. HE WAS HAVING
24 TROUBLE MOVING FROM CITRIX TO ONEDRIVE.

1 SO HE FINALLY WAS SUCCESSFUL AT DOING
2 THAT, OKAY. WELL, UNBEKNOWNST TO ME, HE MOVED
3 FILES AROUND INTO DIFFERENT FOLDERS. HE RENAMED A
4 FEW FOLDERS. HE SET UP NEW FOLDERS AND MOVED
5 THINGS AND NEVER EXPLAINED TO ME WHY HE DID THAT.

6 SO FAST FORWARDING TO LEAVING THE
7 COMPANY, HAVING ALL OF THESE FILES OF MINE THAT
8 BELONGED TO ME. I'M TRYING TO FIND THEM. I CAN'T
9 FIND EVERYTHING. SOME FILES ARE IN WHAT APPEARED
10 TO BE FOLDERS THAT WERE UNFAMILIAR TO ME. AND I
11 WAS HAVING THOSE DOWNLOAD ERRORS. SO I ENDED UP
12 BY MISTAKE, DOING A -- I FORGET THE TERM THEY USE,
13 BUT IT WAS LIKE IT WAS A DOWNLOAD THAT I COULD
14 DOWNLOAD EVERYTHING AND WALK AWAY FROM IT AND NOT
15 HAVE TO SIT THERE. THEN I COME BACK TO THE
16 COMPUTER AND THERE WOULD BE AN ERROR MESSAGE.

17 THEN I WOULD LOOK TO SEE WHAT WAS
18 DOWNLOADED. AND I WOULD LOOK AT THE FOLDER. AND
19 LET'S SAY THE FOLDER SAID THE FOLDER THAT GOT
20 DOWNLOADED SAID THREE FILES IN IT, BUT THE FOLDER
21 THAT WAS STILL IN MICROSOFT ONEDRIVE SAID IT HAS
22 SEVEN FILES IN IT. I'M LIKE, OKAY, THAT WAS THE
23 UNSUCCESSFUL DOWNLOAD.

24 SO THAT WAS THE REASON FOR THE MULTIPLE

1 ATTEMPTS TO DOWNLOAD IT. I WAS VERY CONCERNED
2 THAT I WAS NOT GOING TO RETRIEVE ALL OF MY
3 PERSONAL INFORMATION. I HAD THINGS, A LOT OF
4 PERSONAL INFORMATION IN THERE FOR A LONG PERIOD OF
5 TIME. AND NOBODY WAS WILLING TO HELP ME AT
6 PETROCHOICE WHEN I REACHED OUT TO THEM.

7 Q SO THESE DOWNLOADS WOULD HAVE TAKEN PLACE
8 AUGUST, ON OR ABOUT AUGUST 19TH THROUGH THE 25TH.
9 DOES THAT SOUND RIGHT TO YOU?

10 A YES.

11 Q OF 2018? OKAY.

12 SO I WANT TO POINT YOU TO -- AT THE
13 BOTTOM OF THESE PAGES FROM EXHIBIT 5, THERE IS
14 SOMETHING CALLED BATES STAMP NUMBERS, BATES
15 NUMBERS. DO YOU SEE THAT AT THE BOTTOM SAYS
16 OROBONO AND A NUMBER?

17 A YES.

18 Q SO I WANT YOU TO GO TO, PLEASE,
19 OROBONO-156. TOWARDS THE VERY END IS JOSH BEACH.
20 IS THAT THE SAME PERSON AS JOSH SCHULLENBURGER?

21 A YES.

22 Q OR A DIFFERENT PERSON?

23 A NO. JOSHBEACH814 IS JOSH SCHULLENBURGER.
24 WHAT'S THE DATE ON THIS?

1 Q WERE YOU AUTHORIZED TO ACCESS
2 PETROCHOICE'S SYSTEM VIA YOUR JACK WILLIAMS
3 TIRE-ISSUED LAPTOP?

4 A I HAD A USERNAME AND PASSWORD. I WAS
5 AUTHORIZED TO ACCESS THEIR NETWORK.

6 Q BUT WERE YOU AUTHORIZED TO ACCESS THE
7 NETWORK VIA A JACK WILLIAMS TIRE LAPTOP
8 SPECIFICALLY?

9 A WELL, IT DOESN'T MATTER WHAT DEVICE YOU
10 USE TO ACCESS THE PETROCHOICE'S MICROSOFT OFFICE
11 365 NETWORK BECAUSE AS PART OF THEIR INITIATIVE,
12 THEY PROMOTED THAT YOU COULD BE ANYWHERE ON ANY
13 DEVICE AS LONG AS YOU CAN GET TO THE INTERNET AND
14 GET TO OFFICE 365 AND ACCESS THAT PLATFORM, WHICH
15 WOULD BE YOUR E-MAIL, MICROSOFT OFFICE ONEDRIVE
16 WHICH CONTAINS ALL OF THE FILES THAT WE ASKED YOU
17 TO MOVE OVER AND ALL OF THE OTHER COMPONENTS OF
18 OFFICE 365 WHICH IS LIKE A SUITE, MICROSOFT WORD
19 AND POWERPOINT. SO THEY PROMOTED THAT WHEN THEY
20 MADE THAT INITIATIVE TO TRANSITION THE SALES
21 PERSONNEL FROM THEIR CITRIX SYSTEM.

22 Q SO THAT DOESN'T ANSWER MY QUESTION.
23 WERE YOU AUTHORIZED TO USE -- WHEN YOU
24 HAD WORKED FOR PETROCHOICE IN THE PAST, WOULD YOU

Pages from Deposition Transcript of
Scott Williams



Deposition of:
Scott William Williams

February 24, 2021

In the Matter of:
**Petrochoice Holdings Inc v. Orobono
Jr, Francis S.**

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SCOTT WILLIAM WILLIAMS

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1 an interest in exploring other products than
2 what they were carrying at the time and
3 separating themselves from PetroChoice.

4 And they arrived at the Wynn's
5 product line. We didn't suggest it to them.
6 They arrived at that on their own.

7 But when we discovered that, you
8 know, one of our largest customers had just
9 expressed interest in purchasing a product line
10 that we were interested in developing, it made
11 sense for us to jump into the Wynn's product
12 line, you know, at that point and have our very
13 first big customer.

14 Q. Who was involved in the
15 discussions with the Kennedy Group?

16 A. Well, no one for Jack Williams
17 was involved in the discussion with the Kennedy
18 Group when they made the choice to separate
19 from PetroChoice.

20 So when the opportunity came our
21 way, they had already made the decision to move
22 forward with Wynn's. We simply had an
23 opportunity to pick that business up and carry
24 it on our own books.

SCOTT WILLIAM WILLIAMS

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1 on it yet.

2 But Ed Yates was not an active
3 employee at that time. He was with another
4 company when he -- when he introduced Kennedy
5 to Wynn's. That was not a Jack Williams
6 initiative. That was something he did on his
7 own.

8 Q. So then when Ed Yates came on
9 board at Jack Williams, he brought the Kennedy
10 Group with him?

11 A. He brought the Kennedy -- well,
12 we already were doing business with the Kennedy
13 Group outside of Wynn's --

14 Q. Right.

15 A. -- on many other items. So he
16 had that relationship.

17 And, yeah, he ultimately made
18 the suggestion that we could become a delivery
19 agent for Wynn's into the Kennedy Group. And I
20 think it was my idea that we just sign on as a
21 full distributor and actually not just deliver
22 to the Kennedy Group, but actually sell the
23 products to the Kennedy Group.

24 Q. But Kennedy Group, of course,

SCOTT WILLIAM WILLIAMS

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1 market. I stopped into the dealership, sat
2 with Jim Meade in his office. That
3 conversation came up. And then we joined Scott
4 Wister in his office, in Scott Wister's office.
5 Jim Meade was present and had basically the
6 same conversation.

7 Q. Did Fran Orobono solicit
8 business from the Kennedy Group for the
9 distribution of automotive chemicals?

10 A. Not to my knowledge, no.

11 Q. Does Fran have any
12 responsibility for managing the Kennedy Group
13 account?

14 A. Well, Fran is vice president of
15 sales. So he's ultimately responsible for that
16 account.

17 Q. Is he the one that manages the
18 account?

19 A. Not directly.

20 Q. That's Dan McNally that manages
21 the account?

22 A. So Dan McNally is responsible
23 for the account as a whole, yes. Ed Yates
24 would be in there specifically for Wynn's and

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1 how we could potentially, you know, resolve the
2 situation as a whole and, you know, have this
3 lawsuit withdrawn or simply proceed from the
4 Jack Williams's perspective with the Wynn's
5 product line and continue to sell those
6 products.

7 Q. Did you ultimately come to an
8 agreement?

9 A. Yes, we came to an agreement.

10 Q. And what agreement did you come
11 to?

12 A. Well, it was, you know, mostly
13 put together by the -- by legal counsel. But
14 the essence of the agreement is that we are --
15 Jack Williams will be able to proceed with the
16 sale of Wynn's products. We agreed to not
17 solicit certain customers, as provided by
18 PetroChoice. We agreed that Fran would have no
19 part in the sales or promotion of the Wynn's
20 product line. And we agreed that we -- in
21 exchange for those -- those items, we would
22 produce laptop and e-mails related to Fran.

23 Q. When did you come to this
24 agreement?

SCOTT WILLIAMS - CONFIDENTIAL

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1 Q. Do you know when that took
2 place?

3 A. I don't.

4 Q. Was it after the July, August of
5 2020 time frame?

6 A. Yes.

7 Q. Was it prior to the end of the
8 year 2020?

9 A. Yes.

10 Q. But you don't know exactly when?

11 A. No, I don't -- I don't have my
12 hands in those intimate details. We rely on
13 our attorneys to handle those things.

14 Q. And you said that Jack Williams
15 agreed that Fran would have no part in the sale
16 of Wynn's products; is that correct?

17 A. Correct.

18 Q. Has Jack Williams held up that
19 part of the bargain?

20 A. One hundred percent.

21 Q. So even though Fran is the vice
22 president of sales, he has no involvement in
23 the Wynn's line of business that Jack Williams
24 is handling; is that correct?

Pages from Deposition Transcript of
Robert Walker



Deposition of:
Robert Walker

November 6, 2020

In the Matter of:
**Petrochoice Holdings Inc v. Orobono
Jr, Francis S.**

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1 front of me. I could check.

2 Q. What about the fuel?

3 A. Fuel's, at most, five percent.

4 Q. So what makes PetroChoice believe that
5 Mr. Orobono was using that information as we just
6 discussed?

7 A. Well, I think that the first thing would
8 be the actual act of downloading it. It's our
9 assumption that you would download it for the
10 purpose of using it, the unknown movement of them
11 getting into the chemical business and competing
12 against us.

13 Q. Who are you referring to when you say
14 "them"?

15 A. JWT. And, of course, the loss of Kennedy
16 and the transaction that took place there.

17 Q. How does PetroChoice believe Fran has been
18 utilizing the information, in what capacity?

19 A. Up until we asked for this or presented
20 this lawsuit, we felt that Fran was using it to sell
21 against us. It had stopped since then, so we don't
22 believe that he's using it right now obviously. But
23 up until that point it was believed that Fran would
24 use that information to advantageously sell against

1 us in the chemical space.

2 Q. And other than to the Kennedy Group.

3 A. That's the only proof that we have
4 that that was started, but it ended once we filed
5 the lawsuit.

6 Q. Are you aware of Mr. Orobono selling to
7 any other PetroChoice customer automotive chemical
8 products?

9 A. Personally I am not, no.

10 Q. What about PetroChoice in general, are
11 you -- I mean, you are here on behalf of PetroChoice
12 as a corporate designee?

13 A. The answer is no.

14 Q. What is the basis for the belief that
15 Mr. Orobono participated in getting JWT into the
16 chemical business?

17 A. Basically, they weren't in it until he
18 joined the company. He was a key figure in managing
19 that for us.

20 Q. Anything else besides what you just
21 mentioned?

22 A. Yeah. Fran also asked me if we would sell
23 the Valvoline business to JWT when we were selling
24 the equipment business, and I said that we were not

Pages from Deposition Transcript of
Torrie Fetzner

IN THE UNITED STATES DISTRICT COURT
OF THE EASTERN DISTRICT OF PENNSYLVANIA
NO. 19-6152-JMG

- - -

PETROCHOICE HOLDINGS, INC., : DEPOSITION UPON
Plaintiff, :
: ORAL EXAMINATION
:
- vs - : OF
:
FRANCIS S. OROBONO, JR., :
Defendant.: TORRI FETZNER

- - -

Zoom Deposition taken pursuant to notice was held on
Friday, February 19, 2021, beginning at 10:00 a.m.,
before Eva Hudson, Professional Court Stenographer and
Notary Public, with all counsel being in their respective
locations.

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1 was done with Ed Yates when I met the Fixed Ops
2 Director or the Parts Director -- Service and Parts
3 Directors, plural -- at a restaurant. I mean, that
4 was the only time I had gone in and done that type of
5 business with them.

6 And then I've met with some other stores
7 that are out there to help explain the programs to
8 them a little bit better business.

9 Q At the lunch you went to -- do you remember
10 what restaurant you went to?

11 A It's a Pizzeria Uno. Pizzeria Uno, you
12 know. It's right down the street from one of their
13 stores.

14 Q Who all was there?

15 A It was me, Ed, Scott Wister, and I don't
16 know who the Parts Director. I can't remember his
17 name but he was there, as well.

18 Q Scott Wister?

19 A He's the Service Director of John Kennedy.

20 Q Was Mr. Orobono there?

21 A No.

22 Q And did they close the deal at that lunch?

23 A I think the deal was closed. They were just
24 looking to ask a few questions on the aspect. I guess